

**IN THE UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF INDIANA  
INDIANAPOLIS DIVISION**

STAVANGER HOLDINGS, LTS and KARL  
ANDERSEN,

Plaintiffs,

V.

CASE NO. 1:12-cv-0646 WTL-MJD

TRANEN CAPITAL, LTD., TRANEN  
CAPITAL ALTERNATIVE INVESTMENT  
FUND, LTD., THE LEO GROUP, LLC,  
KENNETH A. LANDGAARD, ARTHUR  
BOWEN and RANDY W. BAGLEY,

Defendants.

**DEFENDANTS THE LEO GROUP, LLC AND RANDY W. BAGLEY’S MOTION TO  
DISMISS PLAINTIFFS’ AMENDED COMPLAINT**

Defendants The Leo Group, LLC (“Leo Group”) and Randy W. Bagley move to dismiss Plaintiffs’ Amended Complaint for failure to state a cognizable claim against them.

Plaintiffs' claim against Leo Group for breach of contract is barred both by established principles of contract formation and by the Statute of Frauds. And Plaintiffs identify no facts -- just naked legal assertions -- to plausibly show, as they must, that Mr. Bagley should be held personally liable for Leo Group's purported breach of contract. Plaintiffs' unjust enrichment/quantum meruit claim against Leo Group fails because Plaintiffs' Amended Complaint makes it clear that Plaintiffs did not confer any benefit on Leo Group that could be returned or accounted for.

For each and all of the above reasons, as described in Defendants' supporting brief, Plaintiffs' Complaint against Mr. Bagley and Leo Group should be dismissed in its entirety, and since Plaintiffs have failed to state a cognizable claim in two tries, this dismissal should be with prejudice.

Respectfully submitted,

/s/ T. Joseph Wendt

---

T. Joseph Wendt, Atty # 19622-49  
BARNES & THORNBURG LLP  
11 South Meridian Street  
Indianapolis, IN 46204  
Telephone: 317-236-1313  
Facsimile: 317-231-7433

*Attorney for The Leo Group and Randy W.  
Bagley*

**CERTIFICATE OF SERVICE**

I hereby certify that on this 6th day of August, 2012, a copy of the foregoing was filed electronically. Notice of this filing will be sent to the following parties by operation of the Court's electronic filing system. Parties may access this filing through the Court's system.

/s/ T. Joseph Wendt

---